

**Blue Hill Co-op Board Meeting**  
February 17, 2015 Blue Hill Co-op Café

Board Members Attending: Mia Strong, Aaron Dority, Hadley Friedman, Keith Herklotz, Jim Picariello

Absent Board Member(s): Richard Paget, Diane Bianco, Jerome Lawther

Others Attending: Mark Deeny (General Manager), Julia Klein (Minute Taker)

Julia Klein, minute taker

Keith Herklotz, task and decision keeper

Mia Strong, meeting facilitator, time keeper

Approval of Minutes: **The January 20, 2015 Minutes were approved with a change of the meeting date.** Jim raised a question about a decision to take the Committee list out of the newsletter. He also clarified details about his letter for the newsletter and it was agreed that the Board should sign it. Jim will email a copy to the Board.

**Time Open to Owners** - No owners were present.

**Discussion**

Patronage Dividend: Mark briefed the Board on this year's Patronage Dividend and asked for a decision regarding pay out before taxes are due on March 15<sup>th</sup>. The dividend is about half the amount paid out last year. Discussion ensued as to the pros and cons of paying out. **A proposal was made and approved to pay out because it shows that the system works and will benefit the Co-op by not being included in taxes. The mailing will be used as an opportunity to talk about relocation finances.** Hadley proposed distributing the dividend at the cash register by crediting it to Owner's accounts or giving out cash. Mark will look into setting up the POS system to credit the dividend and will check with a lawyer. He will also look into the 2 dollar cutoff for sending out checks. A decision will be made through email regarding (...how the dividend is distributed?)

Capital Campaign Charter: Aaron read the charge for the Capital Campaign Committee. He explained that the Committee will make connections in the community and follow up with Gary Freidman's work. **The Capital Campaign Committee Charter was accepted by the Board.** A Board liaison is needed to sit on or chair the committee. Jim will fill the seat temporarily but will talk to Diane about taking the position. The first meeting will be held around March 15<sup>th</sup> or when Gary sends information. Aaron will email the Board a list of potential or possible people to populate The Capital Campaign Committee so that they can add names to it.

Board Training: Mia briefed the Board on her discussion with Mark regarding CDS Board Training which would focus on Board development and continuation of the Board through the relocation process. She recommended joining an ongoing CDS training program with access to resources costing around \$3700. Mia asked the Directors to review the website and come to a decision next month. The Board agreed that trainings should be held in the spring and fall. Mia is also looking into training with CDI. **Mia**

**proposed and the Board approved attending a training in Keene NH on March 7<sup>th</sup> costing around \$60.**

### **Board Process**

Relocation: Aaron briefed the Board on Relocation Committee happenings, beginning with feedback from Gary Freidman about his interviews with people in the community. Gary reported a general feeling that the Co-op is not as financially stable as other businesses and not a great investment. The Committee recommends hiring a person to educate the community. Aaron went on to share that the Committee's consideration of conventional loans as well as the very positive results of a membership survey gaging how much Owners would give. The Capital Campaign Committee will follow up on commitments. Keith suggested that some people may have time or talent to offer instead of money. Jim started a discussion of a kiosk for the store porch suggesting a computer monitor running a loop with relocation information. Mia suggested a Kickstarter Campaign. Discussion will be continued in the Relocation Committee meeting.

GM Report: Mark ran through the GM report and took questions. He mentioned that the Co-op will begin hosting movie nights, that changes are underway in the café and that revisions have been made to the website. He reviewed the profitability report and took questions. He mentioned that he bought 4 tickets to chamber of Commerce Annual Meeting and invited Directors to join him. Directors will email Mark if they wish to attend. Mark consulted with the Board regarding stocking some produce from away when the quality of local produce drops midwinter. Discussion ensued with the Board in support of Mark's judgment. They recommended marking the calendar when to stop purchasing locally next winter as well as haggling a bit with vendors to reduce waste and cost.

Store Budget: Mark gave an overview of the Store Budget highlighting revisions particularly to the relocation budget. Aaron questioned how Blue Hill Co-op's growth compares to other Co-ops as well as non-co-op natural food stores. He stressed the importance of putting together a relocation budget now that information is available. Mark will consult with Bob Sullivan regarding where to account for land purchase payments. Keith suggested haggling with consultants to save money. Discussion followed regarding unprofitability during the relocation process and the need for more detailed reporting of Relocation expenses. A Relocation Budget will be put on the Relocation Committee agenda. Mark will email the Store Budget to the Board for approval next month.

Board Development: Keith briefed the Board on his meeting with Allison Watters and Erich Reed and mentioned possible Board candidates. He requested names from Board as candidates will need to submit their paperwork by March 6<sup>th</sup>. Discussion ensued regarding vetting of candidates and how many seats to open. Mia will talk to Richard about whether he wants to run. She recommended being flexible about term lengths. The Board will decide on the election date and number of seats over email. Mia will check bylaws and consult with Allison about dates and will fill in for Keith while he is away.

Agenda for Next Meeting:

Store Budget

Extensive Relocation Update

Relocation Budget

Board Development

Gm Report

Board Training Decision

Annual Picnic

Meeting Evaluation: Thumbs up!

Due Date for the Board Packet: Items for the Board Packet will be due on Saturday March 7, 2012.

Next Meeting: Tuesday March 17, 2015 6:30- 9:00 PM Blue Hill Co-op Café.

Minutes respectfully submitted by Julia Klein